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## Return of Private Foundation

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
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 ► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning April 1, 2016, and ending March 31, 2017

Name of foundation

Smallpage Family Foundation

Number and street (or P O box number if mail is not delivered to street address)

6316 Humphrey Street

City or town, state or province, country, and ZIP or foreign postal code

Harahan, LA 70123

G Check all that apply

 Initial return Final return Address change Initial return of a former public charity Amended return Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 3,614,096

J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

## Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	141,375			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B.	174	174		
3 Interest on savings and temporary cash investments.	83,487	83,487		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	225,036	83,661		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	302	302		
b Accounting fees (attach schedule)	19,414	19,414		
c Other professional fees (attach schedule)				
17 Interest	1,660			
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.	21,376	19,716		
Add lines 13 through 23.				
25 Contributions, gifts, grants paid	310,532		310,532	
26 Total expenses and disbursements. Add lines 24 and 25	331,908	19,716	310,532	
27 Subtract line 26 from line 12	-106,872			
a Excess of revenue over expenses and disbursements				
b Net investment income (If negative, enter -0-)		63,945		
c Adjusted net income (If negative, enter -0-)				

10

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing . . . . .		39,655	552,013	552,013
	2 Savings and temporary cash investments . . . . .		145,151	28,162	28,162
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable. . . . .				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use. . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10a Investments - U S and state government obligations (attach schedule) . . . . .				
	b Investments - corporate stock (attach schedule) . . . . .		2,824,591	2,473,621	2,835,092
	c Investments - corporate bonds (attach schedule) . . . . .		350,651	201,673	198,829
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	12 Investments - mortgage loans . . . . .				
	13 Investments - other (attach schedule) . . . . .				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ► )				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		3,360,048	3,255,469	3,614,096
Liabilities	17 Accounts payable and accrued expenses . . . . .				
	18 Grants payable . . . . .				
	19 Deferred revenue . . . . .				
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	21 Mortgages and other notes payable (attach schedule) . . . . .				
	22 Other liabilities (describe ► )				
	23 Total liabilities (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted . . . . .		3,360,048	3,255,469	
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds . . . . .				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30 Total net assets or fund balances (see instructions) . . . . .		3,360,048	3,255,469	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		3,360,048	3,255,469	

## Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	3,360,048
2 Enter amount from Part I, line 27a . . . . .	2	-106,872
3 Other increases not included in line 2 (itemize) ► Recoveries	3	3,640
4 Add lines 1, 2, and 3 . . . . .	4	3,256,816
5 Decreases not included in line 2 (itemize) ► Capital Loss	5	1,347
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	3,255,469

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a See Attached					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-1,347	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .	{ . . . . . }		3		

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

**1 Enter the appropriate amount in each column for each year; see the instructions before making any entries**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	151,576	3,450,334	0.0439
2014	120,465	3,507,122	0.0343
2013	99,020	3,259,035	0.0304
2012	107,245	2,812,424	0.0381
2011	136,538	1,968,959	0.0693
2 Total of line 1, column (d) . . . . .		2	0.2160
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years. . . . .		3	0.0432
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 . . . . .		4	3,519,249
5 Multiply line 4 by line 3. . . . .		5	152,032
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .		6	639
7 Add lines 5 and 6. . . . .		7	152,671
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8	310,532

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . .	(attach copy of letter if necessary - see instructions)	1	639
Date of ruling or determination letter _____				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . .			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	3	639
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0) . . . .			
3	Add lines 1 and 2 . . . .	4	5	639
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0) . . . .			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . .	7	8	2,191
6	<b>Credits/Payments</b>			
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . . .	6a	2,191	9
b	Exempt foreign organizations - tax withheld at source . . . .	6b		
c	Tax paid with application for extension of time to file (Form 8868) . . . .	6c		
d	Backup withholding erroneously withheld . . . .	6d		
7	Total credits and payments Add lines 6a through 6d . . . .	7	2,191	10
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . .	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . .	9		11
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . .	10	1,552	
11	Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> ► <input type="checkbox"/> <b>Refunded</b> ► <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . .	1a	X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . .	1b	X
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . .	1c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . .	2	X
<i>If "Yes," attach a detailed description of the activities</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . .	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . .	4a	X
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . .	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . .	5	X
<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . .	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . .	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . .	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . .	10	X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
14	The books are in care of ► <u>Smallpage Family Foundation</u> Telephone no ► <u>504-729-2520</u> Located at ► <u>6316 Humphreys Street, Harahan, LA</u> ZIP+4 ► <u>70123</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ► <u>15</u> and enter the amount of tax-exempt interest received or accrued during the year . . . . .		
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► <u>  </u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>  </u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4b		

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .			5b	
Organizations relying on a current notice regarding disaster assistance check here . . . . . ►					
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)					
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			6b	X
If "Yes" to 6b, file Form 8870					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			7b	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>					
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances	
John B. Smallpage, Jr 6316 Humphreys St, Harahan, LA 70123	President 1	0	0	0	
Kathryn F. Smallpage 6316 Humphreys St, Harahan, LA 70123	V-President 1	0	0	0	
John Benton Smallpage, III 6316 Humphreys St, Harahan, LA 70123	Director 1	0	0	0	
See Attachment					

<b>2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."</b>					
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances	
NONE		0	0	0	
Total number of other employees paid over \$50,000. . . . . ►					

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

Total number of others receiving over \$50,000 for professional services . . . . .

## **Part IX-A      Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	N/A	
2		0
3		
4		

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		0
All other program-related investments See instructions		
3	N/A	
<b>Total.</b> Add lines 1 through 3 . . . . .		►

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**Form 990-PF (2016)**

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes	
a	Average monthly fair market value of securities . . . . .	1a 3,273,310
b	Average of monthly cash balances . . . . .	1b 299,532
c	Fair market value of all other assets (see instructions) . . . . .	1c
d	<b>Total</b> (add lines 1a, b, and c) . . . . .	1d 3,572,842
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1e
2	Acquisition indebtedness applicable to line 1 assets . . . . .	2
3	Subtract line 2 from line 1d . . . . .	3 3,572,842
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	4 53,593
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 3,519,249
6	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6 175,962

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part )

1	Minimum investment return from Part X, line 6 . . . . .	1 175,962
2a	Tax on investment income for 2016 from Part VI, line 5 . . . . .	2a 639
b	Income tax for 2016 (This does not include the tax from Part VI) . . . . .	2b
c	Add lines 2a and 2b . . . . .	2c 639
3	Distributable amount before adjustments Subtract line 2c from line 1 . . . . .	3 175,323
4	Recoveries of amounts treated as qualifying distributions . . . . .	4 3,460
5	Add lines 3 and 4 . . . . .	5 178,783
6	Deduction from distributable amount (see instructions) . . . . .	6
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1 . . . . .	7 178,783

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 . . . . .	1a 310,532
b	Program-related investments - total from Part IX-B . . . . .	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required) . . . . .	3a
b	Cash distribution test (attach the required schedule) . . . . .	3b
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 310,532
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) . . . . .	5
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6 310,532

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

## Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7 . . . . .				178,783
2 Undistributed income, if any, as of the end of 2016			169,552	
a Enter amount for 2015 only. . . . .				
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . . .				
b From 2012 . . . . .				
c From 2013 . . . . .				
d From 2014 . . . . .				
e From 2015 . . . . .				
f Total of lines 3a through e . . . . .				
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 310,532				
a Applied to 2015, but not more than line 2a . . . . .			169,552	
b Applied to undistributed income of prior years (Election required - see instructions). . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2016 distributable amount. . . . .				140,980
e Remaining amount distributed out of corpus. . . . .				
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017. . . . .				37,803
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .				
10 Analysis of line 9				
a Excess from 2012 . . . . .				
b Excess from 2013 . . . . .				
c Excess from 2014 . . . . .				
d Excess from 2015 . . . . .				
e Excess from 2016 . . . . .				

**Part XIV** **Private Operating Foundations** (see instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling . . . . .				►
b Check box to indicate whether the foundation is a private operating foundation described in section				4942(j)(3) or
				4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .			
	Tax year	Prior 3 years		
	(a) 2016	(b) 2015	(c) 2014	(d) 2013
b 85% of line 2a . . . . .				
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .				
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .				
3	Complete 3a, b, or c for the alternative test relied upon			
a "Assets" alternative test - enter				
(1) Value of all assets. . . . .				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .				
c "Support" alternative test - enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .				
(3) Largest amount of support from an exempt organization. . . . .				
(4) Gross investment income . . . . .				

**Part XV      Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**

## 1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE.

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

## **2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed  
Benton Smallpage, 6316 Humphreys Street, Harahan, LA 70123  
b The form in which applications should be submitted and information and materials they should include

No specific form of application is needed.

### **6 Any submission deadlines**

NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Restricted charitable purposes to organizations in the United States.

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
Attached Schedule				
<b>Total</b>			► 3a	310,532
<b>b Approved for future payment</b>				
Alzheimers Disease and Related Disorder	501(c)	Unrestricted		1,000
Canterbury School	501(c)	Unrestricted		1,000
Chartwell Center	501(c)	Unrestricted		2,500
Christ School	501(c)	Unrestricted		1,000
Children's Hospital	501(c)	Unrestricted		50,000
Choice Foundation	501(c)	Unrestricted		25,000
Kingsley House	501(c)	Unrestricted		1,000
McGee School	501(c)	Unrestricted		1,000
Metropolitan Crime Commission, Inc	501(c)	Unrestricted		10,000
Pro Bono Publico Foundation	501(c)	Unrestricted		3,000
St Charles Presbyterian Church	501(c)	Unrestricted		2,500
Trinity Episcopal Church	501(c)	Unrestricted		2,500
United Way of Southeast Louisiana	501(c)	Unrestricted		10,000
Washington & Lee University	501(c)	Unrestricted		500
WYES-TV	501(c)	Unrestricted		3,000
<b>Total</b>			► 3b	114,000

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
	N/A

**Part XVII** **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash . . . . .	1a(1)	X
	(2) Other assets . . . . .	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
	(3) Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
	(4) Reimbursement arrangements . . . . .	1b(4)	X
	(5) Loans or loan guarantees . . . . .	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign  
Here

 Signature of officer or trustee

11/13/2017  
Date

 ~~Secretary~~

May the IRS discuss this return  
with the preparer shown below  
(see instructions)?  Yes  No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►	Firm's EIN ►			
	Firm's address ►	Phone no			

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

OMB No 1545-0047

**2016**

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization	Employer identification number
Smallpage Family Foundation	72-1295264

Organization type (check one)

**Filers of:**

**Section:**

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ► \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

Smallpage Family Foundation

Employer identification number

72-1295264

**Part I** **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Donovan Marine Incorporated 6316 Humphreys Street Harahan, Louisiana	\$ 140,000.00	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization

Smallpage Family Foundation

Employer identification number

72-1295264

**Part II Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$ _____	_____

**Name of organization**

**Employer identification number**

Smallpage Family Foundation

72-1295264

**Part III** **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively religious, charitable, etc., contributions of \$1,000 or less* for the year (Enter this information once See instructions ) ► \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I				(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
				(e) Transfer of gift		
				Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**Form 990-PF**

**TAX YEAR APRIL 1, 2016 THROUGH MARCH 31, 2017**  
**PART XV Grants and Contributions Paid During The Year**  
**SMALLPAGE FAMILY FOUNDATION EIN# 72-1295264**

<b><u>Recipient</u></b>	<b><u>Foundation Status of Recipient</u></b>	<b><u>Purpose of Grant or Contribution</u></b>	<b><u>Amount</u></b>
Christian Brothers Foundation # 8 Friedrichs Avenue New Orleans, LA 70124	501 (C) 3	Unrestricted	425 00
Coast Episcopal School 5065 Espy Aqvenue Long Beach, Mississippi 39560	501 (C) 3	Unrestricted	300 00
Court Watch NOLA P O Box 750633 New Orleans, LA 70175-0633	501 (C) 3	Unrestricted	1,000 00
Hogs for the Cause 760 Magazine Street Unit 214 New Orleans, LA 70130	501 (C) 3	Unrestricted	1,657 00
Isidore Newman School 1903 Jefferson Avenue New Orleans, LA 70115	501 (C) 3	Unrestricted	750 00
Kingsley House 1600 Constance Street New Orleans, LA 70130	501 (C) 3	Unrestricted	1,000 00
Louise S McGehee School 2343 Prytania St New Orleans, LA 70130	501 (C) 3	Unrestricted	1,000 00
Metropolitan Crime Commission 1650 Poydras Street, Suite 1060 New Orleans, LA 70112	501 (C) 3	Unrestricted	10,000 00
National Multiple Sclerosis Society Regional Processing Center 8111 N Stadium Drive, Ste 100 Houston, TX 77054	501 (C) 3	Unrestricted	1,000 00
National Baseball Hall of Fame 25 Main Street Cooperstown, NY 13326	501 (C) 3	Unrestricted	1,500 00
National PKU Alliance P O Box 501 Tomahawk, WI 54487	501 (C) 3	Unrestricted	500 00
National World War II Museum PO Box 97336 Washington, D C 20090-7336	501 (C) 3	Unrestricted	250 00

**Form 990-PF**

**TAX YEAR APRIL 1, 2016 THROUGH MARCH 31, 2017**  
**PART XV Grants and Contributions Paid During The Year**  
**SMALLPAGE FAMILY FOUNDATION EIN# 72-1295264**

<b><u>Recipient</u></b>	<b><u>Foundation Status of Recipient</u></b>	<b><u>Purpose of Grant or Contribution</u></b>	<b><u>Amount</u></b>
New Orleans Museum of Art One Collins C Diboll Circle City Park New Orleans, LA 70124	501 (C) 3	Unrestricted	4,900 00
Preservation Resource Center 923 Tchoupitoulas Street New Orleans, LA 70130-3819	501 (C) 3	Unrestricted	650 00
Pro Bono Publico Foundation P O Box 531024 New Orleans, Louisiana 70153-1024	501 (C) 3	Unrestricted	3,100 00
Propeller Pop 4035 Washington Avenue New Orleans, LA 70125	501 (C) 3	Unrestricted	500 00
St Charles Presbyterian Church 1545 State Street New Orleans, LA 70118	501 (C) 3	Unrestricted	5,500 00
The Good Shepherd School 353 Baronne Street New Orleans, LA 70112-1628	501 (C) 3	Unrestricted	1,000 00
Trinity Episcopal Church and School 1329 Jackson Avenue New Orleans, LA 70130	501 (C) 3	Unrestricted	4,450 00
United Way of Southeast Louisiana 2515 Canal St. New Orleans, LA 70119	501 (C) 3	Unrestricted	10,000 00
Walter Anderson Museum of Art 510 Washington Avenue Ocean Springs, MS 39564-4632	501 (C) 3	Unrestricted	2,000 00
Washington and Lee University University Development Lexington, VA 24450	501 (C) 3	Unrestricted	500 00
WYES TV12 Producers Circle P O Box 24026 New Orleans, LA 70184	501 (C) 3	Unrestricted	3,000 00
Youth Empowerment Project 1604 Oretha Castle Haley Boulevard New Orleans, LA 70113	501 (C) 3	Unrestricted	100 00
<b>Total</b>			<b>310,532 00</b>

**Form 990-PF**

**TAX YEAR APRIL 1, 2016 THROUGH MARCH 31, 2017**  
**PART XV Grants and Contributions Paid During The Year**  
**SMALLPAGE FAMILY FOUNDATION EIN# 72-1295264**

<b><u>Recipient</u></b>	<b><u>Foundation Status of Recipient</u></b>	<b><u>Purpose of Grant or Contribution</u></b>	<b><u>Amount</u></b>
Academy of the Sacred Heart Development Office Dept AT 952640 Atlanta, GA 31192-2640	501 (C) 3	Unrestricted	500 00
Alzheimers Disease and Related Disorders 2223 1/2 Magazine St New Orleans, LA 70130	501 (C) 3	Unrestricted	1,000 00
American Red Cross 2640 Canal Street New Orleans, LA 70119	501 (C) 3	Unrestricted	10,000 00
Audubon Nature Institute 6500 Magazine Street New Orleans, LA 70115	501 (C) 3	Unrestricted	1,600 00
Bastion Foundation 7506 Zimple Street New Orleans, LA 70118	501 (C) 3	Unrestricted	100,500 00
Bayou District Foundation 320 Julie Street New Orleans, LA 70130	501 (C) 3	Unrestricted	8,000 00
Boar's Nest 1308 Nashville Avenue New Orleans, LA 70115	501 (C) 3	Unrestricted	2,850 00
C Inc #758 PO Box 7007 Albert Lea, MN 56007	501 (C) 3	Unrestricted	500 00
The Chartwell Center 4239 Camp Street New Orleans, LA 70115	501 (C) 3	Unrestricted	2,500 00
Children's Hospital 200 Henry Clay Avenue New Orleans, LA 70115	501 (C) 3	Unrestricted	100,000 00
Choice Foundation 1651 N Tonti Street New Orleans, LA 70119	501 (C) 3	Unrestricted	25,000 00
Christ School Capital Campaign 500 Christ School Road Arden, North Carolina 28704	501 (C) 3	Unrestricted	3,000 00

FORM 990-PF							
TAX YEAR APRIL 1, 2016 THROUGH MARCH 31, 2017							
PART II BALANCE SHEETS							
SMALLPAGE FAMILY FOUNDATION EIN# 72-1295264							
Holding Loc	Description	Date Acquired	Date Sold	Basis Per Unit	Extended Basis	Market Value	Unrealized Gain or Loss +/- Per Share Market Value
<b>LINE 1 - CASH-NON INTEREST-BEARING</b>							
Iberia	Checking Account				529,423.31	529,423.31	0.00
Memli	Cash				54.18	54.18	0.00
Schwab	Cash				21,963.01	21,963.01	0.00
SterneAgee	Cash				572.50	572.50	0.00
Schwab	Cash				0.33	0.33	0.00
	<b>TOTAL LINE 1</b>				552,013.33	552,013.33	0.00
<b>LINE 2</b>							
CASH AND TEMPORARY CASH INVESTMENT							
Memli	Cash/Money Accounts				8,563.00	8,563.00	0.00
Schwab	Cash/Money Accounts				673.46	673.46	0.00
SterneAgee					18,925.79	18,925.79	0.00
	<b>TOTAL LINE 2</b>				28,162.25	28,162.25	0.00
<b>LINE 10B CORPORATE STOCKS</b>							
EQUITIES							
Memli	230 SHARES S&P 500 VALUE	1/12/15		91.40	21,022.32	23,929.20	2,906.88 104.04
Memli	332 SHARES RUSSELL 1000GROWTH	3/7/12		75.25	24,983.00	37,781.60	12,798.60 113.8
Memli	208 SHARES RUSSELL 1000VALUE	3/7/12		77.68	16,157.64	23,907.52	7,749.88 114.94
Memli	233 SHARES RUSSELL MIDCAP GROWTH	3/7/12		77.84	18,136.98	24,176.08	6,039.10 103.76
Memli	202 SHARES RUSSELL MIDCAP VALUE	3/7/12		58.66	11,849.38	16,763.98	4,914.60 82.99
Memli	37 SHARES TIPS BOND ETF	3/8/12		115.03	4,256.04	4,242.05	-13.99 114.65
Memli	203 iSHARES EDGE MSCI MIN VOL EAFE ETF	1/10/14		63.92	12,976.01	13,398.00	421.99 66
Memli	111 VANGUARD REIT ETF	8/15/12		74.51	8,270.20	9,167.49	897.29 82.59
Memli	126 WISDOMTREE TRUST JAPAN HEDGED EQUITY FD	10/29/15		48.04	6,053.19	6,378.12	324.93 50.62
Memli	519 iSHARES EDGE MSCI MIN VOL USA ETF	10/12/12		34.59	17,953.29	24,766.68	6,813.39 47.72
Memli	459 iSHARES EDGE MSCI MIN VOL GLOBAL ETF	10/12/12		66.12	30,349.79	35,402.67	5,052.88 77.13
Memli	106 GUGGENHEIM S&P 500 EQUAL WEIGHT TECHNO	10/13/14		96.45	10,224.02	12,803.22	2,579.20 120.78509
Memli	77 iSHARES INTERMEDIATE CREDIT BOND ETF	4/15/14		110.23	8,487.87	8,389.92	-97.95 108.96
Memli	273 iSHARES U.S. PREFERRED STOCK ETF	7/6/16		39.47	10,776.04	10,565.10	-210.94 38.7
Memli	222 VANGUARD SHORT TERM BOND	7/9/15		80.26	17,818.29	17,697.84	-120.45 79.72
Memli	273 SPDR US DVEND ARISTOCRAT ETF	3/7/12		66.98	18,284.54	24,062.22	5,777.68 88.14
Memli	104 iSHARES RS 2000 GROWTH	10/12/12		133.71	13,906.31	16,812.64	2,906.33 161.66
Memli	98 iSHARES RS 2000 VALUE	10/12/12		97.17	9,522.82	11,579.68	2,056.86 118.16
Memli	80 SHARES S&P MIDCAP 400GROWTH	3/7/12		134.14	10,731.54	15,272.80	4,541.26 190.91
Memli	286 SHARES S&P 500GROWTH	3/7/12		86.71	24,798.55	37,614.72	12,816.17 131.52
Memli	112 SHARES S&P MID-CAP 400VALUE ETF	3/7/12		102.07	11,432.36	16,826.40	5,194.04 148.45
Memli	89 iSHARES S&P SMALLCAP 600GROWTH	8/15/12		119.41	10,627.21	13,624.12	2,996.91 153.08
Memli	63 iSHARES S&P SMALLCAP 600VALUE	3/7/12		109.78	6,916.16	8,734.95	1,818.79 138.65
Memli	261 VANGUARD SHORT-TERM CORPORATE BOND	10/1/13		79.69	20,799.30	20,812.14	12.84 79.74
Memli	275 iSHARES CORE HIGH DIVIDEND ETF	3/7/12		63.81	17,548.28	23,061.50	5,513.22 83.86
Memli	130 FIRST TRUST CLOUD COMPUTING ETF	1/6/17		35.36	4,596.80	5,029.70	432.90 38.69
Memli	279 COLUMBIA EMERGING MKTS CONSUMER ETF	10/29/15		22.32	6,227.99	6,924.78	696.79 24.82
Memli	582 GUGGENHEIM BULLETPSHARES2020 CORP BD ET	1/27/16		21.08	12,268.43	12,448.98	180.55 21.39
Memli	584 GUGGENHEIM BULLETPSHARES2019 CORPORATE	10/29/15		21.15	12,349.87	12,398.32	48.45 21.23
Memli	142 iSHARES INC CORE MSCI EMERGING MKTS ETF	1/6/17		43.62	6,194.04	6,786.18	592.14 47.79
Memli	127 S&P 600 LOW VOLATILITY PORTFOLIO	4/5/13		33.63	4,271.63	5,443.22	1,171.59 42.86
Memli	281 S&P 400 LOW VOLATILITY PORTFOLIO	4/5/13		30.12	8,462.73	11,891.92	3,429.19 42.32
Memli	500 SHARES BONDS DEC 2021 TERM CORPORATE	4/6/16		25.06	12,528.44	12,405.00	-123.44 24.81
Memli	196 SPDR US FINANCIAL SECTOR ETF	1/6/17		23.55	4,615.80	4,651.08	35.28 23.73
Memli	219 WISDOMTREE EUROPE HEDGED EQUITY FUND	10/13/14		56.28	12,326.32	13,755.39	1,429.07 62.81
Memli	2,711 DOUBLELINE TOTAL RETURN BOND FUND CL I	3/7/12		11,051.52	29,960.66	28,817.93	-1,142.73 10630
Memli	0 42 DOUBLELINE TOTAL RETURN BOND FUND CL I	3/7/12		11.21	4.71	4.46	-0.25 10.619048
Memli	300 BOSTON PARTNERS LONG I SHORT RESEARCH	10/29/15		15.29	4,585.85	4,758.00	172.15 15.86
Memli	0 452 BOSTON PARTNERS LONG I SHORT RESEARCH	10/29/15		15.66	7.08	7.17	0.09 15.862832
Memli	182 DIAMOND HILL LONG SHORT FD CL I	10/29/15		23.96	4,360.27	4,761.12	400.85 26.16
Memli	0 259 DIAMOND HILL LONG SHORT FD CL I	12/16/16		25.56	6.62	6.78	0.16 26.177606
Memli	283 MATTHEWS INDIA FUND INVESTOR CLASS	10/29/15		26.79	7,582.12	8,523.96	941.84 30.12
Memli	0 362 MATTHEWS INDIA FUND INVESTOR CLASS	1/10/14		25.94	9.39	10.90	1.51 30.110497
Memli	980 BLACKROCK EMERGING MKTS LONG SHORT EQ	1/10/14		10.07	9,865.75	9,574.60	-291.15 9.77
Memli	0 986 BLACKROCK EMERGING MKTS LONG SHORT EQ	1/10/14		10.35	10.31	9.73	-0.58 9.7690763
Memli	5750 LORD ABBETI SHORT DURATION INCOME FD CL	1/10/16		4.34	24,948.30	24,725.00	-223.30 4.3
Memli	0 03 LORD ABBETI SHORT DURATION INCOME FD CL	1/6/17		4.33	0.13	0.13	0.00 4.3333333
Memli	3002 LORD ABBETI HIGH YIELD FD CL F	4/6/16		7.11	21,344.55	22,815.20	1,470.65 7.6
Memli	0 825 LORD ABBETI HIGH YIELD FD CL F	4/6/16		6.92	5.71	6.27	0.56 7.6
Memli	3123 LORD ABBETI FLOATING RATE FUND CL F	10/10/16		9.16	28,601.78	28,762.83	161.05 9.21
Memli	0 484 LORD ABBETI FLOATING RATE FUND CL F	1/6/17		9.26	4.48	4.46	-0.02 9.214876
Memli	954 AQR STYLE PREMIA ALTERNATIVE FUND CL I	4/6/16		10.13	9,663.77	9,568.62	-95.15 10.03
Memli	0 194 AQR STYLE PREMIA ALTERNATIVE FUND CL I	12/21/16		9.90	1.92	1.95	0.03 10.051546
Memli	571 BLACKROCK GLOBAL ALLOCATION FD INC INST	1/10/14		19.04	10,872.88	10,906.10	33.22 19.1
Memli	0 859 BLACKROCK GLOBAL ALLOCATION FD INC INST	1/10/14		21.44	18.42	16.41	-2.01 19.103609
Schwab-Villie	750 LEGGETT & PLATT INC	12/17/2015		43.51	32,628.83	37,740.00	5,111.18 48.4
Schwab-Villie	300 POOL CORPORATION	5/17/2012		35.50	10,649.25	35,799.00	25,149.75 87.74
Schwab-Villie	800 APACHE CORPORATION	9/12/2016		58.81	47,046.07	41,112.00	-5,934.07 26.73
Schwab-Villie	2150 GULFPORT ENERGY CORP	9/30/2015		26.14	56,203.36	36,958.50	-19,244.86 17.9
Schwab-Villie	900 FIRST HAWAIIAN INC	9/28/2016		26.49	23,837.98	26,928.00	3,090.02 17.9
Schwab-Villie	380 HOWARD HUGHES CORP	3/6/2013		83.62	31,776.61	44,556.00	12,778.39 17.9
Schwab-Villie	1500 KEARNY FINL CORP MD	5/19/2015		10.70	16,043.18	22,575.00	6,531.83 18.46
Schwab-Villie	520 VISA INC	6/1/2012		28.27	14,699.64	46,212.40	31,512.76 28.34
Schwab-Villie	2100 LUMINEX CORP DEL	6/1/2012		21.14	44,403.48	38,577.00	-5,826.48 28.34
Schwab-Villie	650 STERIS PLC	6/27/2016		64.44	41,883.51	45,149.00	3,265.49 33.24
Schwab-Villie	230 ACUITY BRANDS INC	1/26/2017		211.38	48,616.53	46,920.00	-1,696.53 15.09

FORM 990-PF TAX YEAR APRIL 1, 2016 THROUGH MARCH 31, 2017 PART II BALANCE SHEETS SMALLPAGE FAMILY FOUNDATION EIN# 72-1295264							
Holding Loc	Description	Extended			Unrealized		
		Date Acquired	Date Sold	Basis Per Unit	Basis Unit	Market Value	Gain or Loss +/- Per Share Market Value
Schwab-Villere	500 GENESEE & WYO INC CL A	8/26/2015		63.87	31,935.04	33,930.00	1,994.96 105.89
Schwab-Villere	1900 LKQ CORP	3/26/2014		24.90	47,313.15	55,613.00	8,299.85 105.89
Schwab-Villere	1700 TASER INTL INC	8/25/2015		21.68	36,852.12	38,743.00	1,890.88 12.35
Schwab-Villere	1050 ZU INC	11/16/2015		20.15	21,160.14	41,643.00	20,482.87 76.48
Schwab-Villere	650 EURONET WORLDWIDE INC	12/20/2016		73.90	48,033.75	55,588.00	7,554.25 19.4
Schwab-Villere	950 FINANCIAL ENGINES INC	1/7/2015		36.06	34,257.20	41,372.50	7,115.30 19.4
Schwab-Villere	600 SKYWORKS SOLUTIONS INC	4/28/2016		73.15	43,892.53	58,788.00	14,895.47 19.4
Schwab-Villere	250 WESTERN DIGITAL CORP COM	3/31/2017		83.55	20,886.70	20,632.50	-254.20 19.4
Schwab-Villere	2650 3-D SYS CORP DEL NEW	5/7/2014		21.14	56,018.79	39,644.00	-16,374.79 19.4
StemeAgee	21 ADVANSIX INC	10/3/16		13.96	293.19	573.72	280.53 27.32
StemeAgee	1350 AMERICAN AIRLINES	3/28/17		42.46	57,315.66	57,105.00	-210.66 42.3
StemeAgee	460 AMERICAN TOWER CORP NEW	9/17/15		91.60	42,135.89	55,908.40	13,772.51 42.3
StemeAgee	80 AMERICAN TOWER CORP NEW	1/29/16		95.34	7,627.50	9,723.20	2,095.70 42.3
StemeAgee	400 ANADARKO PETROLEUM	1/9/17		72.31	28,924.84	24,800.00	-4,124.84 42.3
StemeAgee	260 ANADARKO PETROLEUM	2/15/17		68.67	17,853.45	16,120.00	-1,733.45 42.3
StemeAgee	670 APPLE	6/24/16		94.91	63,586.39	96,252.20	32,665.81 42.3
StemeAgee	235 BOEING COMPANY	9/13/16		130.54	30,677.18	41,562.10	10,884.92 42.3
StemeAgee	365 CROWN CASTLE INTL GROUP	9/23/16		95.24	34,763.81	34,474.25	-289.56 42.3
StemeAgee	2000 GENERAL ELECTRIC COMPANY	11/15/16		30.72	61,448.39	59,600.00	-1,848.39 42.3
StemeAgee	385 HONEYWELL INTL INC	3/31/15		104.93	40,398.53	48,074.95	7,676.42 42.3
StemeAgee	96 HONEYWELL INTL INC	6/4/15		104.93	10,073.40	11,987.52	1,914.12 42.3
StemeAgee	59 HONEYWELL INTL INC	1/29/16		104.93	6,190.94	7,367.33	1,176.39 42.3
StemeAgee	70 IBERIABANK CORP	8/20/04		57.65	4,035.85	5,537.00	1,501.15 42.3
StemeAgee	250 IBERIABANK CORP	8/20/04		43.97	10,992.29	19,775.00	8,782.71 42.3
StemeAgee	900 IBERIABANK CORP	12/17/14		61.55	55,390.74	71,190.00	15,799.26 42.3
StemeAgee	1880 INTEL CORP	3/16/16		31.84	59,860.82	67,811.60	7,950.78 42.3
StemeAgee	700 JOHNSON & JOHNSON	5/23/14		101.86	71,302.48	87,185.00	15,882.52 42.3
StemeAgee	90 JOHNSON & JOHNSON	12/23/15		104.62	9,415.69	11,209.50	1,793.81 42.3
StemeAgee	500 KINDER MORGAN INC DE	12/2/14		42.03	21,016.71	11,000.44	-10,016.27 42.3
StemeAgee	45 PTJ PARTNERS INC CL A	1/23/16		3.81	171.41	1,579.05	1,407.64 42.3
StemeAgee	200 PEPSICO INC	7/18/13		87.60	17,519.53	22,372.00	4,852.47 42.3
StemeAgee	100 PEPSICO INC	6/4/15		98.20	9,819.50	11,186.00	1,366.50 42.3
StemeAgee	660 PHILLIP MORRIS INTL	6/25/15		84.08	55,491.64	74,514.00	19,022.36 42.3
StemeAgee	115 PHILLIP MORRIS INTL	11/24/15		87.90	10,108.84	12,983.50	2,874.66 42.3
StemeAgee	630 PHILLIPS 66	8/19/16		79.52	50,096.24	49,908.60	-187.64 42.3
StemeAgee	160 PRUDENTIAL FINANCIAL INC	2/19/16		66.03	10,565.31	17,068.80	6,503.49 42.3
StemeAgee	100 PRUDENTIAL FINANCIAL INC	3/16/16		73.91	7,390.55	10,668.00	3,277.45 42.3
StemeAgee	1900 SUNCOR ENERGY INC	10/10/16		28.80	54,724.12	58,425.00	3,700.88 42.3
StemeAgee	300 UNITEDHEALTH GROUP	11/30/16		159.95	47,983.97	49,203.00	1,219.03 42.3
StemeAgee	1435 BLACKSTONE GROUP LP UNIT REPRESENTING LT	1/23/15		32.26	46,292.20	42,619.50	-3,672.70 42.3
StemeAgee	390 BLACKSTONE GROUP LP UNIT REPRESENTING LT	4/24/15		32.26	12,581.16	11,583.00	-998.16 42.3
StemeAgee	305 BLACKSTONE GROUP LP UNIT REPRESENTING LT	4/24/15		32.26	9,839.11	9,058.50	-780.61 42.3
Schwab	5875 Ibenabank C 6 625 Preferred	9/9/15		25.00	146,888.13	158,330.66	11,442.53 26,9499
Schwab	2125 Ibenabank C 6 625 Preferred	9/10/15		25.00	53,129.77	57,268.54	4,138.77 26,9499
	TOTAL EQUITIES				2,473,620.96	2,835,092.09	361,471.13
	LINE 10C						
	INVESTMENTS-CORPORATE BONDS						
Villere	50000 PHI INC5 250% Due 03-15-19	11/21/2014		98.43	49,217.00	47,000.00	-2,217.00 94
Villere	50000 BANK OF NOVA SCOTIA2 450% Due 03-22-21	3/17/2016		99.83	49,917.00	50,016.50	99.50 100,033
Villere	50000 LKQ CORP4 750% Due 05-15-23	3/31/2015		99.29	49,644.50	49,625.00	-19.50 99.25
Villere	50000 MURPHY OIL USA CALL 8/15/18, 103.006 000% Due	8/4/16		105.79	52,894.50	52,187.50	-707.00 104,375
	TOTAL LINE 10C				201,673.00	198,829.00	-2,844.00
					3,255,469.54	3,614,096.67	358,627.13
	Cash				580,175.58	580,175.58	0.16
	Equities				2,473,620.96	2,835,092.09	0.78
	Corporate Paper				201,673.00	198,829.00	0.06
					3,255,469.54	3,614,096.67	1.00
Ibena	Ibena				529,423.31	529,423.31	0.00
Schwab	Schwab				0.33	0.33	0.00
Memil	Memil				608,195.06	711,204.01	103,008.95
StemeAgee	StemeAgee				985,385.62	1,127,924.45	142,538.83
Schwab-Villere	Schwab-Villere				931,773.86	1,029,271.91	97,498.05
Schwab	Schwab				200,691.36	216,272.66	15,581.30
					3,255,469.54	3,614,096.67	358,627.13
					0.33	0.00	

**Form 990-PF**

**TAX YEAR APRIL 1, 2016 THROUGH MARCH 31, 2017**  
**PART III ANALYSIS OF CHANGES IN NET ASSETS OR FUND BALANCES**  
**SMALLPAGE FAMILY FOUNDATION EIN# 72-1295264**

1 Total Net Assets Begin	3,360,048 00
2 Part 1, Line 27a	(106,872.00)
Other Increases	
Recoveries	3,640 00
3 Total Other Increases	----- 3,640 00
4 Add Lines 1, 2 and 3	3,256,816 00
Other Decreases	
Capital Loss (net)	(1,347.00)
5 Total Other Decreases	----- (1,347 00)
6 Total Net Assets	3,255,469 00
	3,255,469 00
	0.00

**Form 990-PF**

**TAX YEAR APRIL 1, 2016 THROUGH MARCH 31, 2017**  
**Part I Operating and Administrative Expenses**  
**SMALLPAGE FAMILY FOUNDATION EIN# 72-1295264**

Line 16b	Wire Fees	Iberia Bank	80.00
	Wire Fees	Stifel Wire	<u>222.08</u>
			302.08
Line 16c	Merrill Lynch Account Management Fees	% of Assets Mgmt	6,819.49
	Charles Schwab Institutional Management Fee	% of Assets Mgmt	<u>12,595.00</u>
Total Line 16c			<u>19,414.49</u>
Line 18			
Total Line 18	990-PF Tax Year 2015		<u>1,660.00</u>